

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ARLIN M. ADAMS, Chapter 11 Trustee of)
the Post-Confirmation Bankruptcy Estates)
of CORAM HEALTHCARE)
CORPORATION, a Delaware corporation,)
Plaintiffs,)
v.) Case No. 04-1565
DANIEL D. CROWLEY; DONALD J.)
AMARAL; WILLIAM J. CASEY; L.)
PETER SMITH; and SANDRA L.)
SMOLEY,)
Defendants.)

**THE OUTSIDE DIRECTOR DEFENDANTS'
MOTION TO DISMISS**

Pursuant to Federal Rule of Civil Procedure 12(b)(6), Defendants Donald J. Amaral, William J. Casey, L. Peter Smith, and Sandra L. Smoley, by their undersigned attorneys and for the reasons set forth in the accompanying Opening Brief in Support of the Outside Director Defendants' Motion to Dismiss, the Declaration of Peter J. Walsh, Jr. in Support of the Outside Director Defendants' Motion to Dismiss, and the Outside Director Defendants' Request for Judicial Notice, hereby move to dismiss the Complaint for failing to state a claim for which relief may be granted.

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By: P. Walsh

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Dated: March 4, 2005

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ORDER

AND NOW, this _____ day of _____, 2005, upon consideration of the Motion to Dismiss of defendants Donald J. Amaral, William J. Casey, L. Peter Smith, and Sandra L. Smoley (the “Outside Director Defendants”),

IT IS ORDERED that the Motion is granted and Plaintiff’s Complaint as to the Outside Director Defendants is dismissed with prejudice and the Outside Director Defendants shall be entitled to such attorneys’ fees and costs as may be submitted to and approved by this Court.

United States District Judge

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I, Peter J. Walsh, Jr., hereby certify that on March 4, 2005, I electronically filed the foregoing THE OUTSIDE DIRECTOR DEFENDANTS' MOTION TO DISMISS and [PROPOSED] ORDER with the Clerk of the Court using CM/ECF which will send notification of such filing to the following counsel of record:

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